holding that to act in reliance upon a general exemption statute by making large expenditures, even at the invitation of the state, is not a contract.[5] For the statute is regarded as a mere allowance of a bounty, not as an offer to a unilateral contract. The deliberate intention of the state to contract, clearly manifested, is rightly made the test.[6] In charters, grants of exemptions are generally held to be contracts. Acceptance,[7] the charitable purposes of incorporation,[8] the gift of property to public uses,[9] etc., are considered as sufficient consideration. In interpreting the meaning and extent of these contract exemptions or of constitutional and statutory provisions granting repealable exemptions, some courts, laboring to minimize the effects of the Dartmouth College Doctrine, by their strict construction defeat the legislative and popular intention. But with reference to the exemption of charitable or educational institutions, there is neither reason nor necessity for an artificial construction of phrases well understood in common usage.[10] When, therefore, the exemption applies to "the college estate," "the land held for the uses and purposes," "property belonging or appertaining to," or "so long as said land belongs to an incorporated institution of learning," the charitable or educational institution should not be taxed when it leases portions of its lands, devoting the rents to its general purposes.[11] Nor should it be taxed when it is lessee instead of lessor.[12] Should its lessee be taxed? There is a supporting analogy when the reversion is in the state.[13] And accordingly in a recent case where the reversion owned by a university was exempt, the United States Supreme Court held that the interest of the lessee is taxable. *Jetton* v. *University of the South*, 208 U. S. 489. There was no attempt made to distinguish between taxing the term and taxing the lessee's improvements: taxation of the latter seems unobjectionable.[14] But as the case stands its economic effect is to diminish the rental value of the lands by the amount of the tax assessed on the term. By the court's interpretation, therefore, the state has conferred the exemption only to destroy it by indirection.

STATE TAXATION ON INTERSTATE COMMERCE. — An important limitation on the taxing power of a state is that provision in the Constitution which gives to the federal government the regulation of interstate commerce. Though a tax in any form may affect such commerce, a sharp distinction is taken between taxes on property and taxes on privileges. The former, in general, have been upheld when no discrimination is made against interstate commerce and when they are not oppressive. Nor does it matter whether the tax is upon the agencies or upon the subject of interstate commerce.

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[5] East Saginaw Mfg. Co. *v.* City, 19 Mich. 259; Salt Co. *v.* East Saginaw, 13 Wall. (U. S) 373. But see Gonzales *v.* Sullivan, 16 Fla. 791.

[6] Newton *v.* Commissioners, 100 U. S. 548.

[7] See Grand Lodge *v.* New Orleans, 166 U. S. 143.

[8] Home of the Friendless *v.* Rouse, 8 Wall. (U. S.) 430.

[9] People *v.* Gass, 104 N. Y. Supp. 643.

[10] Chicago Theological Sem. *v.* People, 193 Ill. 619; Fitterer *v.* Crawford, 157 Mo. 51.

[11] Brown Univ. *v.* Granger, 19 R. I. 704; People *v.* Dohling, 6 N. Y. App. Div. 86; Y. M. C. A. *v.* Keene, 70 N. H. 223; Univ. of the South *v.* Skidmore, 87 Tenn. 155.

[12] Scott *v.* Society, 59 Neb. 571; Humphries *v.* Little Sisters, 29 Oh. St. 201.

[13] *Ex parte* Gaines, 56 Ark. 227; State *v.* Tucker, 38 Neb. 56; State, etc., Co. *v.* Haight, 36 N. J. L. 471. *Cf.* Elder *v.* Wood, 208 U. S. 226.

[14] San Francisco *v.* McGinn, 67 Cal. 110; Parker *v.* Redfield, 10 Conn. 490.

Thus a tax is valid when laid on goods brought into the state for sale, though still in the original package,[1] on the proceeds of such sales,[2] on cars engaged in interstate commerce, even though temporarily within the state,[3] and on the gross receipts of a railroad when in the form of a property tax and in lieu of other taxes upon the same property.[4] But if the tax is in substance a privilege tax it is generally invalid. An apparent exception is where the tax is for the purpose of regulation as an exercise of the police power rather than for revenue. Within this class come inspection taxes,[5] and license taxes on peddlers.[6] The extent to which such regulation may be carried, however, is a question upon which the cases are in hopeless conflict. But if the tax is a privilege tax for the purposes of revenue, it is invalid, and the court will look to the substance of the tax no matter what may be its form. Thus a uniform line of cases has declared license taxes on salesmen inapplicable to those soliciting orders for interstate business.[7] Accordingly a federal circuit court has recently decided that where a New York company delivered goods in a New Jersey town in its own wagons kept there for the purpose, such wagons were not subject to a license tax imposed on all wagons used for the transportation of merchandise, since they were employed in interstate commerce. *Simpson-Crawford Co.* v. *Borough of Atlantic Highlands*, 158 Fed. 372 (Circ. Ct., D. N. J.). It is clear that the wagons would have been taxable as property, and it is submitted that the distinction between a property and a privilege tax is an unfortunate one. When the tax is solely upon the privilege of conducting an interstate business, or when, though general in terms, it applies to a business that in its nature can only be of an interstate character, it would seem clearly unconstitutional. But when, as in the present case, the tax is laid without discrimination on all who engage in a certain business, it is difficult to see any reason upon which to support the exemption of those who engage in an interstate business of that character from their fair share of the burden of taxation. Moreover it is doubtful whether the Commerce Clause was ever intended to thus limit the states in the exercise of the sovereign power of taxation. Not only would a uniform rule be just, but it would also be welcome because it would result in doing away to a large extent with the technical distinctions of the doctrine of the original package as applied to excise taxes. But though the recent decisions of the United States Supreme Court have maintained the principle of uniformity with regard to property taxes, they have refused to apply it with regard to privilege taxes, and the present case, if appealed, will doubtless be affirmed.

THE LIABILITY OF MARRIED WOMEN ON CONTRACTS OF SURETYSHIP. — On its adoption in some of the United States, the English chancery's conception of a married woman's separate estate — that to the extent of such estate she is like a single woman[1] — was changed somewhat, and the

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1 Hinson *v.* Lott, 8 Wall. (U. S.) 148.
2 Woodruff *v.* Parham, *Ibid.* 123.
3 Pullman's Co. *v.* Pennsylvania, 141 U. S. 18. See 20 HARV. L. REV. 138.
4 Maine *v.* Grand Trunk R. R. Co., 142 U. S. 217. See 20 HARV. L. REV. 503.
5 Neilson *v.* Garza, 2 Woods (U. S. C. C.) 287.
6 Emert *v.* Missouri, 156 U. S. 296.
7 Caldwell *v.* North Carolina, 187 U. S. 622; Rearick *v.* Pennsylvania, 203 U. S. 507.

1 Hulme *v.* Tenant, 1 Bro. Ch. 16. See Johnson *v.* Gallagher, 3 De G. F. & J. 494, 519.